



CORPORATION SERVICE COMPANY

RECORDATION NO. 26534 FILED

AUG 30 '06

2-35 PM

SURFACE TRANSPORTATION BOARD



CSC - SPRINGFIELD  
801 Adlai Stevenson Drive  
Springfield IL 62703

1-800-927-9801 Ext 3813  
217-492-2727 FAX

To: SURFACE TRANSPORTATION BOARD \*\*ATTENTION BARB SADLER\*\*

From: April Oshea Ext 3813

Date: August 29, 2006

Order#: 339788/005

Re: ATW300202-ATW300599 WEYERHAEUSER COMPANY

Please process the enclosed documents for the service indicated below.

PRIMARY STB FILING

RECEIPT SHOULD BE IN OUR OFFICE: 09/15/2006  
PLEASE NOTIFY OUR OFFICE IF COMMIT DATE CANNOT BE MET.

XX Check is enclosed.

Mailing Instructions:

XX Return the filing acknowledgement to my attention.  
XX Appropriate FedEx envelopes have been provided for your convenience. Please DO NOT use first class mail.

Special Instructions/Notes:

Lessee:

Weyerhaeuser Company  
33663 Weyerhaeuser Way South  
Mail Sort CH1L35  
Federal Way, WA 98063

Lessor:

The CIT Group/Equipment Financing, Inc.  
1211 Avenue of the Americas, 20th Floor  
New York, NY 10036



CORPORATION SERVICE COMPANY\*

Please call immediately if there are any problems or questions with this paperwork. Thank you for your assistance in this matter.

Enclosures:

MEMORANDUM OF RAILCAR LEASE

THIS MEMORANDUM OF RAILCAR LEASE dated as of this 8 day of February, 2006, is made by THE CIT GROUP/EQUIPMENT FINANCING, INC., a Delaware corporation, with an address at 1211 Avenue of the Americas, 20th Floor, New York, New York 10036 (the "Lessor") and WEYERHAEUSER COMPANY, a Washington corporation, with an address at 33663 Weyerhaeuser Way South, Mail Sort CH1L35, Federal Way, WA 98063-9777 (the "Lessee" and, together with the Lessor, the "Parties").

KNOW ALL PERSONS BY THESE PRESENTS THAT:

WHEREAS, the Lessor and the Lessee entered into that certain Master Railcar Lease (the "Lease") dated as of May 26, 2005 covering the equipment listed on Schedule A hereto (the "Equipment").

WHEREAS, the Parties wish to show for the public record the existence of the aforesaid Lease, and the respective interests therein of the parties and accordingly the Parties have caused this memorandum to be executed by their respective duly authorized officers, as of the date first above written.

NOW, THEREFORE, for valuable consideration, the receipt and sufficiency of which are hereby acknowledged by each of the Parties hereto, by this instrument the Lessor hereby leases and confirms the lease of the Equipment to the Lessee in accordance with the terms and conditions of the Lease, and the Lessee confirms and accepts such terms and conditions, which are incorporated by reference as if fully set forth herein.

I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessor by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessor. I further declare under penalty of perjury that the foregoing is true and correct.

THE CIT GROUP/EQUIPMENT FINANCING, INC.

By: William P. O'Brien  
Name: William P. O'Brien  
Title: Vice President

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I certify that I hold the title set forth below, that this instrument was signed on behalf of the Lessee by authority of its Board of Directors and that I acknowledge that the execution of the foregoing instrument was the free act and deed of the Lessee. I further declare under penalty of perjury that the foregoing is true and correct.

WEYERHAEUSER COMPANY

By: Dale W. King  
Name: DALE W. KING  
Title: DIRECTOR OF RAIL SERVICES

# Schedule A

## Number of Cars

## Equipment Description

185

73' centerbeam lumber flat car

1	ATW	300202	53	ATW	300467	105	ATW	300519
2	ATW	300205	54	ATW	300468	106	ATW	300520
3	ATW	300359	55	ATW	300469	107	ATW	300521
4	ATW	300375	56	ATW	300470	108	ATW	300522
5	ATW	300385	57	ATW	300471	109	ATW	300523
6	ATW	300386	58	ATW	300472	110	ATW	300524
7	ATW	300387	59	ATW	300473	111	ATW	300525
8	ATW	300388	60	ATW	300474	112	ATW	300526
9	ATW	300389	61	ATW	300475	113	ATW	300527
10	ATW	300390	62	ATW	300476	114	ATW	300528
11	ATW	300413	63	ATW	300477	115	ATW	300529
12	ATW	300418	64	ATW	300478	116	ATW	300530
13	ATW	300419	65	ATW	300479	117	ATW	300531
14	ATW	300420	66	ATW	300480	118	ATW	300532
15	ATW	300426	67	ATW	300481	119	ATW	300533
16	ATW	300427	68	ATW	300482	120	ATW	300534
17	ATW	300428	69	ATW	300483	121	ATW	300535
18	ATW	300429	70	ATW	300484	122	ATW	300536
19	ATW	300430	71	ATW	300485	123	ATW	300537
20	ATW	300433	72	ATW	300486	124	ATW	300538
21	ATW	300434	73	ATW	300487	125	ATW	300539
22	ATW	300436	74	ATW	300488	126	ATW	300540
23	ATW	300437	75	ATW	300489	127	ATW	300541
24	ATW	300438	76	ATW	300490	128	ATW	300542
25	ATW	300439	77	ATW	300491	129	ATW	300543
26	ATW	300440	78	ATW	300492	130	ATW	300544
27	ATW	300441	79	ATW	300493	131	ATW	300545
28	ATW	300442	80	ATW	300494	132	ATW	300546
29	ATW	300443	81	ATW	300495	133	ATW	300547
30	ATW	300444	82	ATW	300496	134	ATW	300548
31	ATW	300445	83	ATW	300497	135	ATW	300549
32	ATW	300446	84	ATW	300498	136	ATW	300550
33	ATW	300447	85	ATW	300499	137	ATW	300551
34	ATW	300448	86	ATW	300500	138	ATW	300552
35	ATW	300449	87	ATW	300501	139	ATW	300553
36	ATW	300450	88	ATW	300502	140	ATW	300554
37	ATW	300451	89	ATW	300503	141	ATW	300555
38	ATW	300452	90	ATW	300504	142	ATW	300556
39	ATW	300453	91	ATW	300505	143	ATW	300557
40	ATW	300454	92	ATW	300506	144	ATW	300558
41	ATW	300455	93	ATW	300507	145	ATW	300559
42	ATW	300456	94	ATW	300508	146	ATW	300560
43	ATW	300457	95	ATW	300509	147	ATW	300561
44	ATW	300458	96	ATW	300510	148	ATW	300562
45	ATW	300459	97	ATW	300511	149	ATW	300563
46	ATW	300460	98	ATW	300512	150	ATW	300564
47	ATW	300461	99	ATW	300513	151	ATW	300565
48	ATW	300462	100	ATW	300514	152	ATW	300566
49	ATW	300463	101	ATW	300515	153	ATW	300567
50	ATW	300464	102	ATW	300516	154	ATW	300568
51	ATW	300465	103	ATW	300517	155	ATW	300569
52	ATW	300466	104	ATW	300518	156	ATW	300570

# Schedule A

Number of Cars		Equipment Description
185		73' centerbeam lumber flat car
157	ATW	300571
158	ATW	300572
159	ATW	300573
160	ATW	300574
161	ATW	300575
162	ATW	300576
163	ATW	300577
164	ATW	300578
165	ATW	300579
166	ATW	300580
167	ATW	300581
168	ATW	300582
169	ATW	300583
170	ATW	300584
171	ATW	300585
172	ATW	300586
173	ATW	300587
174	ATW	300588
175	ATW	300589
176	ATW	300590
177	ATW	300591
178	ATW	300592
179	ATW	300593
180	ATW	300594
181	ATW	300595
182	ATW	300596
183	ATW	300597
184	ATW	300598
185	ATW	300599